

A53. The final standard includes two important dates for the preparation of audit documentation: (1) the report release date and (2) the documentation completion date.

- Prior to the report release date, the auditor must have completed all necessary auditing procedures, including clearing review notes and providing support for all final conclusions. In addition, the auditor must have obtained sufficient evidence to support the representations in the auditor's reports before the report release date.
- After the report release date and prior to the documentation completion date, the auditor has 45 calendar days in which to assemble the documentation.

A54. During the audit, audit documentation may be superseded for various reasons. Often, during the review process, reviewers annotate the documentation with clarifications, questions, and edits. The completion process often involves revising the documentation electronically and generating a new copy. The SEC's final rule on record retention, *Retention of Records Relevant to Audits and Reviews*,<sup>5/</sup> explains that the SEC rule does not require that the following documents generally need to be retained: superseded drafts of memoranda, financial statements or regulatory filings; notes on superseded drafts of memoranda, financial statements or regulatory filings that reflect incomplete or preliminary thinking; previous copies of workpapers that have been corrected for typographical errors or errors due to training of new employees; and duplicates of documents. This standard also does not require auditors to retain such documents as a general matter.

A55. Any documents, however, that reflect information that is either inconsistent with or contradictory to the conclusions contained in the final working papers may not be discarded. Any documents added must indicate the date they were added, the name of the person who prepared them, and the reason for adding them.

A56. If the auditor obtains and documents evidence after the report release date, the auditor should refer to the interim auditing standards, AU sec. 390, *Consideration of Omitted Procedures After the Report Date* and AU sec. 561, *Subsequent Discovery of Facts Existing at the Date of the Auditor's Report*. Auditors should not discard any previously existing documentation in connection with obtaining and documenting evidence after the report release date.

A57. The auditor may perform certain procedures subsequent to the report release date. For example, pursuant to AU sec. 711, *Filings Under Federal Securities Statutes*, auditors are required to perform certain procedures up to the effective date of a registration statement. The auditor should identify and document any additions to audit

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<sup>5/</sup>

See footnote 4.

documentation as a result of these procedures. No audit documentation should be discarded after the documentation completion date, even if it is superseded in connection with any procedures performed, including those performed pursuant to AU sec. 711.

A58. Additions to the working papers may take the form of memoranda that explain the work performed, evidence obtained, and conclusions reached. Documentation added to the working papers must indicate the date the information was added, the name of the person adding it, and the reason for adding it. All previous working papers must remain intact and not be discarded.

A59. Documentation added to the working papers well after completion of the audit or other engagement is likely to be of a lesser quality than that produced contemporaneously when the procedures were performed. It is very difficult to reconstruct activities months, and perhaps years, after the work was actually performed. The turnover of both firm and company staff can cause difficulty in reconstructing conversations, meetings, data, or other evidence. Also, with the passage of time memories fade. Oral explanation can help confirm that procedures were performed during an audit, but oral explanation alone does not constitute persuasive other evidence. The primary source of evidence should be documented at the time the procedures are performed, and oral explanation should not be the primary source of evidence. Furthermore, any oral explanation should not contradict the documented evidence, and appropriate consideration should be given to the credibility of the individual providing the oral explanation.

### ***Multi-Location Audits and Using the Work of Other Auditors***

A60. The proposed standard would have required the principal auditor to maintain specific audit documentation when he or she decided not to make reference to the work of another auditor.

A61. The Board also proposed an amendment to AU sec. 543 concurrently with the proposed audit documentation standard. The proposed amendment would have required the principal auditor to review the documentation of the other auditor to the same extent and in the same manner that the audit work of all those who participated in the engagement is reviewed.

A62. Commenters expressed concerns that these proposals could present conflicts with certain non-U.S. laws. Those commenters also expressed concern about the costs associated with the requirement for the other auditor to ship their audit documentation to the principal auditor. In addition, the commenters also objected to the requirement that principal auditors review the work of other auditors as if they were the principal auditor's staff.

**Audit Documentation Must be Accessible to the Office Issuing the Auditor's Report**

A63. After considering these comments, the Board decided that it could achieve one of the objectives of the proposed standard (that is, to require that the issuing office have access to those working papers on which it placed reliance) without requiring that the working papers be shipped to the issuing office. Further, given the potential difficulties of shipping audit documentation from various non-U.S. locations, the Board decided to modify the proposed standard to require that audit documentation either be retained by or be accessible to the issuing office.

A64. In addition, instead of requiring that all of the working papers be shipped to the issuing office, the Board decided to require that the issuing office obtain, review, and retain certain summary documentation. Thus, the public accounting firm issuing an audit report on consolidated financial statements of a multinational company may not release that report without the documentation described in paragraph 19 of the standard.

A65. The auditor must obtain and review and retain, prior to the report release date, documentation described in paragraph 19 of the standard, in connection with work performed by other offices of the public accounting firm or other auditors, including affiliated or non-affiliated firms, that participated in the audit. For example, an auditor that uses the work of another of its offices or other affiliated or non-affiliated public accounting firms to audit a subsidiary that is material to a company's consolidated financial statements must obtain the documentation described in paragraph 19 of the standard, prior to the report release date. On the other hand, an auditor that uses the work of another of its offices or other affiliated or non-affiliated firms, to perform selected procedures, such as observing the physical inventories of a company, may not be required to obtain the documentation specified in paragraph 19 of the standard. However, this does not reduce the need for the auditor to obtain equivalent documentation prepared by the other auditor when those instances described in paragraph 19 of the standard are applicable.

**Amendment to AU Sec. 543, *Part of Audit Performed by Other Independent Auditors***

A66. Some commenters also objected to the proposed requirement in the amendment to AU sec. 543, *Part of Audit Performed by Other Independent Auditors*, that the principal auditor review another auditor's audit documentation. They objected because they were of the opinion such a review would impose an unnecessary cost and burden given that the other auditor will have already reviewed the documentation in accordance with the standards established by the principal auditor. The commenters also indicated that any review by the principal auditor would add excessive time to the SEC reporting

process, causing even more difficulties as the SEC Form 10-K reporting deadlines have become shorter recently and will continue to shorten next year.

A67. The Board accepted the recommendation to modify the proposed amendment to AU sec. 543, *Part of Audit Performed by Other Independent Auditors*. Thus, in the final amendment, the Board imposes the same unconditional responsibility on the principal auditor to obtain certain audit documentation from the other auditor prior to the report release date. The final amendment also provides that the principal auditor should consider performing one or more of the following procedures:

- Visit the other auditors and discuss the audit procedures followed and results thereof.
- Review the audit programs of the other auditors. In some cases, it may be appropriate to issue instructions to the other auditors as to the scope of the audit work.
- Review additional audit documentation of the other auditors relating to significant findings or issues in the engagement completion document.

### ***Effective Date***

A68. The Board proposed that the standard and related amendment would be effective for engagements completed on or after June 15, 2004. Many commenters were concerned that the effective date was too early. They pointed out that some audits, already begun as of the proposed effective date, would be affected and that it could be difficult to retroactively apply the standard. Some commenters also recommended delaying the effective date to give auditors adequate time to develop and implement processes and provide training with respect to several aspects of the standard.

A69. After considering the comments, the Board has delayed the effective date. However, the Board also believes that a delay beyond 2004 is not in the public interest.

A70. The Board concluded that the implementation date of this standard should coincide with that of PCAOB Auditing Standard No. 2, *An Audit of Internal Control Over Financial Reporting Performed in Conjunction with an Audit of Financial Statements*, because of the documentation issues prevalent in PCAOB Auditing Standard No. 2. Therefore, the Board has decided that the standard will be effective for audits of financial statements with respect to fiscal years ending on or after November 15, 2004. The effective date for reviews of interim financial information and other engagements, conducted pursuant to the standards of the PCAOB, would occur beginning with the first quarter ending after the first financial statement audit covered by this standard.

### ***Reference to Audit Documentation As the Property of the Auditor***

A71. Several commenters noted that SAS No. 96, *Audit Documentation*, the interim auditing standard on audit documentation, referred to audit documentation as the property of the auditor. This was not included in the proposed standard because the Board did not believe ascribing property rights would have furthered this standard's purpose to enhance the quality of audit documentation.

### ***Confidential Client Information***

A72. SAS No. 96, *Audit Documentation*, also stated that, "the auditor has an ethical, and in some situations a legal, obligation to maintain the confidentiality of client information," and referenced Rule 301, *Confidential Client Information*, of the AICPA's Code of Professional Conduct. Again, the Board's proposed standard on audit documentation did not include this provision. In adopting certain interim standards and rules as of April 16, 2003, the Board did not adopt Rule 301 of the AICPA's Code of Professional Conduct. In this standard on audit documentation, the Board seeks neither to establish confidentiality standards nor to modify or detract from any existing applicable confidentiality requirements.

## OFFICIAL RELEASES

## USE OF TERM: TASK FORCE

John A. Fogarty, Chair  
Gerald W. Burns

Janet K. Lach  
Keith O. Peterson

## AICPA STAFF

Charles E. Landies  
Director  
Audit and Attest Standards

Sharon Walker  
Technical Manager  
Audit and Attest Standards

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## SAS NO. 103

## Audit Documentation

*(Supersedes Statement on Auditing Standards No. 96, Audit Documentation, AICPA, Professional Standards, vol. 1, AU sec. 339, and amends Statement on Auditing Standards No. 1, Codification of Auditing Standards and Procedures, AICPA, Professional Standards, vol. 1, AU sec. 530, "Dating of the Independent Auditor's Report.")*

## INTRODUCTION

1. The purpose of this Statement on Auditing Standards (SAS) is to establish standards and provide guidance on audit documentation. The exercise of professional judgment is integral in applying the provisions of this Statement. For example, professional judgment is used in determining the quantity, type, and content of audit documentation consistent with this Statement.

2. Other SASs contain specific documentation requirements (see Appendix A). Additionally, specific documentation or document retention requirements may be included in other standards (for example, government auditing standards), laws, and regulations applicable to the engagement.

3. The auditor must prepare audit documentation in connection with each engagement in sufficient detail to provide a clear understanding of the work performed (including the nature, timing, extent, and results of audit procedures performed), the audit evidence obtained and its source, and the conclusions reached. Audit documentation:

- a. Provides the principal support for the representation in the auditor's report that the auditor performed the audit in accordance with generally accepted auditing standards.
- b. Provides the principal support for the opinion expressed regarding the financial information or the assertion to the effect that an opinion cannot be expressed.

4. Audit documentation is an essential element of audit quality. Although documentation alone does not guarantee audit quality, the process of preparing sufficient and appropriate documentation contributes to the quality of an audit.

5. Audit documentation is the record of audit procedures performed, relevant audit evidence obtained, and conclusions the auditor reached. Audit

documentation, also known as working papers or workpapers, may be recorded on paper or on electronic or other media. When transferring or copying paper documentation to another media, the auditor should apply procedures to generate a copy that is faithful in form and content to the original paper document.<sup>1</sup>

6. Audit documentation includes, for example, audit programs,<sup>2</sup> analyses, issues memoranda, summaries of significant findings or issues, letters of confirmation and representation, checklists, abstracts or copies of important documents, correspondence (including e-mail) concerning significant findings or issues, and schedules of the work the auditor performed. Abstracts or copies of the entity's records (for example, significant and specific contracts and agreements) should be included as part of the audit documentation if they are needed to enable an experienced auditor to understand the work performed and conclusions reached. The audit documentation for a specific engagement is assembled in an audit file.<sup>3</sup>

7. The auditor need not retain in audit documentation superseded drafts of working papers or financial statements, notes that reflect incomplete or preliminary thinking, previous copies of documents corrected for typographical or other errors, and duplicates of documents.

8. In addition to the objectives set out in paragraph 3, audit documentation serves a number of other purposes, including:

- Assisting the audit team to plan and perform the audit;
- Assisting auditors who are new to an engagement and review the prior year's documentation to understand the work performed as an aid in planning and performing the current engagement;
- Assisting members of the audit team responsible for supervision to direct and supervise the audit work, and to review the quality of work performed;
- Demonstrating the accountability of the audit team for its work by documenting the procedures performed, the audit evidence examined, and the conclusions reached;
- Retaining a record of matters of continuing significance to future audits of the same entity;
- Assisting quality control reviewers (for example, internal inspectors) who review documentation to understand how the engagement team reached significant conclusions and whether there is adequate evidential support for those conclusions;
- Enabling an experienced auditor to conduct inspections or peer reviews in accordance with applicable legal, regulatory, or other requirements; and

• Assisting a successor auditor who reviews a predecessor auditor's audit documentation.

9. For the purposes of this Statement, *experienced auditor* means an individual (whether internal or external to the firm) who possesses the competencies and skills that would have enabled him or her to perform the audit. These competencies and skills include an understanding of (a) audit processes, (b) the SASs and applicable legal and regulatory requirements, (c) the business environment in which the entity operates, and (d) auditing and financial reporting issues relevant to the entity's industry.

## FORM, CONTENT, AND EXTENT OF AUDIT DOCUMENTATION

10. The auditor should prepare audit documentation that enables an experienced auditor, having no previous connection to the audit, to understand:

- a. The nature, timing, and extent of auditing procedures performed to comply with SASs and applicable legal and regulatory requirements;
- b. The results of the audit procedures performed and the audit evidence obtained;
- c. The conclusions reached on significant matters; and
- d. That the accounting records agree or reconcile with the audited financial statements or other audited information.

11. The form, content, and extent of audit documentation depend on the circumstances of the engagement and the audit methodology and tools used. Oral explanations on their own do not represent sufficient support for the work the auditor performed or conclusions the auditor reached but may be used by the auditor to clarify or explain information contained in the audit documentation. It is, however, neither necessary nor practicable to document every matter the auditor considers during the audit.

12. In determining the form, content, and extent of audit documentation, the auditor should consider the following factors:

- The nature of the auditing procedures to be performed;
- The identified risk of material misstatement associated with the assertion, or account or class of transactions, including related disclosures;
- The extent of judgment involved in performing the work and evaluating the results;
- The significance of the audit evidence obtained to the assertion being tested;
- The nature and extent of exceptions identified; and
- The need to document a conclusion or the basis for a conclusion not readily determinable from the documentation of the work performed or evidence obtained.

13. Certain matters, such as auditor independence and staff training, that are not engagement specific, may be documented either centrally within a firm or in the audit documentation for an audit engagement. Documentation of matters specific to a particular engagement should be included in the audit file for the specific engagement.

<sup>1</sup> There may be legal, regulatory, or other reasons to retain the original paper document.

<sup>2</sup> See paragraph 5 of Statement on Auditing Standards (SAS) No. 22, *Planning and Supervision*, as amended, for guidance regarding preparation of audit programs.

<sup>3</sup> The audit documentation contained within the audit file may consist of cross-references to documentation for audit engagements with related entities. For example, the documentation for an audit of the financial statements of an employee benefit plan may consist partly of cross-references to the documentation of dual-purpose payroll-related tests performed in connection with the audit of the financial statements of the plan's sponsor.

## Significant Findings or Issues

14 The auditor should document significant findings or issues, actions taken to address them (including any additional evidence obtained), and the basis for the final conclusions reached. Judging the significance of a finding or issue requires an objective analysis of the facts and circumstances. Significant findings or issues include, but are not limited to, the following:

- a. Significant matters involving the selection, application, and consistency of accounting principles with regard to the financial statements, including related disclosures. Such matters include, but are not limited to (1) accounting for complex or unusual transactions or (2) accounting estimates and uncertainties and, if applicable, the related management assumptions.
- b. Results of audit procedures indicating (1) that the financial information or disclosures could be materially misstated or (2) a need to revise the auditor's previous assessment of the risks of material misstatement and the auditor's responses to those risks.
- c. Circumstances that cause the auditor significant difficulty in applying auditing procedures the auditor considered necessary,<sup>4</sup> for example, the lack of responsiveness to confirmation or information requests, or the lack of original documents.
- d. Findings that could result in a modification of the auditor's report.
- e. Audit adjustments. For purposes of this Statement, an audit adjustment is a correction of a misstatement of the financial information that is identified by the auditor, whether or not recorded by management, that could, either individually or when aggregated with other misstatements, have a material effect on the company's financial information.

15. The auditor should document discussions of significant findings or issues with management and others on a timely basis, including responses. The audit documentation should include documentation of the significant findings or issues discussed, and when and with whom the discussions took place. It is not limited to documentation prepared by the auditor but may include other appropriate evidence, such as minutes of meetings prepared by the entity's personnel. Others with whom the auditor may discuss significant findings or issues include those charged with governance<sup>5</sup>, those responsible for the oversight of the financial reporting process, other personnel within the entity, for example, internal audit, and external parties, such as persons providing professional services to the entity.

<sup>4</sup> See paragraph 16 of SAS No. 61, *Communication With Audit Committees*, as amended, for guidance regarding communication with the audit committee or the group charged with governance of any serious difficulties encountered in dealing with management related to the performance of the audit.

<sup>5</sup> The term *those charged with governance* means the person or persons with responsibility for overseeing the strategic direction of the entity and obligations related to the accountability of the entity. This includes overseeing the financial reporting and disclosure process. In some cases, those charged with governance are responsible for approving the financial statements. In other cases, management has this responsibility. For entities with a board of directors, this term encompasses the term *board of directors* or *audit committee*, expressed elsewhere in the *Statements on Auditing Standards*.

16. If the auditor has identified information that contradicts or is inconsistent with the auditor's final conclusions regarding a significant finding or issue, the auditor should document how the auditor addressed the contradiction or inconsistency in forming the conclusion.

17. The documentation of how the auditor addressed the contradiction or inconsistency, however, does not imply that the auditor needs to retain documentation that is incorrect or superseded (except as required by paragraph 30). The documentation of the contradiction or inconsistency may include, but is not limited to, procedures performed in response to the information, and records documenting consultations on, or resolutions of, differences in professional judgment among members of the engagement team or between the engagement team and others consulted.

## Identification of Preparer and Reviewer

18. In documenting the nature, timing, and extent of audit procedures performed, the auditor should record:

- a. Who performed the audit work and the date such work was completed; and
- b. Who reviewed specific audit documentation and the date of such review.

19. The requirement to document who reviewed the audit work performed does not imply a need for each specific working paper to include evidence of review. It should be clear from the audit documentation who reviewed specified elements of the audit work performed and when.

## Documentation of Specific Items Tested

20. Audit documentation of procedures performed, including tests of operating effectiveness of controls and substantive tests of details that involve inspection of documents or confirmation should include the identifying characteristics of the specific items tested.

21. Recording the identifying characteristics serves a number of purposes. For example, it improves the ability of the auditor to supervise and review the work performed and thus demonstrates the accountability of the audit team for its work and facilitates the investigation of exceptions or inconsistencies. Identifying characteristics will vary with the nature of the audit procedure and the subject matter. For example:

- For a detailed test of entity-generated purchase orders, the auditor may identify the documents selected for testing by their dates and unique purchase order numbers.
- For a procedure requiring selection or review of all items over a specific amount from a given population, the auditor may record the scope of the procedure and identify the population (for example, all journal entries over \$25,000 from the journal register).
- For a procedure requiring inquiries of specific entity personnel, the auditor may record the dates of the inquiries, the names and job designations of the entity personnel, and the inquiry made.
- For an observation procedure, the auditor may record the process or subject matter being ob-

served, the relevant individuals, their respective responsibilities, and where and when the observation was carried out.

- For a procedure requiring systematic sampling from a population of documents, the auditor may identify the documents selected by recording their source, the starting point, and the sampling interval (for example, a systematic sample of shipping reports was selected from the shipping log for the period from X to Y, starting with report number 14564 and selecting every 250th report from that point).

## DOCUMENTATION OF DEPARTURES FROM STATEMENTS ON AUDITING STANDARDS

22. As required by paragraph 5 of SAS No. 95, *Generally Accepted Auditing Standards*, as amended, when, in rare circumstances, the auditor departs from a presumptively mandatory requirement, the auditor must document in the working papers his or her justification for the departure and how the alternative procedures performed in the circumstances were sufficient to achieve the objectives of the presumptively mandatory requirement.

## REVISIONS TO AUDIT DOCUMENTATION AFTER THE DATE OF THE AUDITOR'S REPORT

23. The auditor's report should not be dated earlier than the date on which the auditor has obtained sufficient appropriate audit evidence to support the opinion. Among other things, sufficient appropriate audit evidence includes evidence that the audit documentation has been reviewed and that the entity's financial statements, including disclosures, have been prepared and that management has asserted that it has taken responsibility for them. This will ordinarily result in a report date that is close to the date the auditor grants the entity permission to use the auditor's report in connection with the financial statements (report release date).<sup>6</sup> Delays in releasing the report may require the auditor to perform additional procedures to comply with the requirements of SAS No. 1, *Codification of Auditing Standards and Procedures*, "Subsequent Events," as amended.

## Documentation of New Information

24. If, as a result of consideration of the procedures performed and the evidence obtained, the auditor concludes that procedures considered necessary at the time of the audit in the circumstances then existing were omitted from the audit of the financial information, the auditor should follow the guidance in SAS No. 46, *Consideration of Omitted Procedures After the Report Date*. The audit documentation supporting the auditor's compliance with SAS No. 46 should be prepared in accordance with the requirements in this Statement.

25. If the auditor subsequently becomes aware of information relating to financial information previously reported on by him or her but that was not

<sup>6</sup> In many cases, the report release date will be the date the auditor delivers the audit report to the entity.

known to him or her at the date of the report, the auditor should follow the guidance in SAS No. 1, *Codification of Auditing Standards and Procedures*, "Subsequent Discovery of Facts Existing at the Date of the Auditor's Report," as amended.

26. In the circumstances described in paragraphs 24 and 25, the auditor should make the changes necessary to reflect either the performance of the new audit procedure or the new conclusion reached, including:

- When and by whom such changes were made and (where applicable) reviewed;
- The specific reasons for the changes; and
- The effect, if any, of the changes on the auditor's conclusions.

#### Changes Resulting From the Process of Assembling and Completing the Audit File

27. The auditor should complete the assembly of the final audit file on a timely basis, but within 60 days following the report release date (documentation completion date). Statutes, regulations, or the audit firm's quality control policies may specify a shorter period of time in which this assembly process should be completed.

28. At anytime prior to the documentation completion date, the auditor may make changes to the audit documentation to:

- a. Complete the documentation and assembly of audit evidence that the auditor has obtained, discussed, and agreed with relevant members of the audit team prior to the date of the auditor's report;
- b. Perform routine file-assembling procedures such as deleting or discarding superseded documentation and sorting, collating, and cross-referencing final working papers;
- c. Sign off on file completion checklists prior to completing and archiving the audit file; and
- d. Add information received after the date of the auditor's report, for example, an original confirmation that was previously faxed.

29. The report release date should be recorded in the audit documentation.

#### Changes After the Documentation Completion Date

30. After the documentation completion date, the auditor must not delete or discard audit documentation before the end of the specified retention period, as discussed in paragraph 32. When the auditor finds it necessary to make an addition (including amendments) to audit documentation after the documentation completion date, the auditor should document the addition in accordance with paragraph 26.

#### OWNERSHIP AND CONFIDENTIALITY OF AUDIT DOCUMENTATION

31. Audit documentation is the property of the auditor, and some states recognize this right of ownership in their statutes. The auditor may make available to the entity at the auditor's discretion copies of the audit documentation, provided such disclosure does not undermine the independence

or the validity of the audit process.

32. The auditor should adopt reasonable procedures to retain and access audit documentation for a period of time sufficient to meet the needs of his or her practice and to satisfy any applicable legal or regulatory requirements for records retention. Such retention period, however, should not be shorter than five years from the report release date. Statutes, regulations, or the audit firm's quality control policies may specify a longer retention period.

33. The auditor has an ethical and, in some situations, a legal obligation to maintain the confidentiality of client information.<sup>7</sup> Because audit documentation often contains confidential client information, the auditor should adopt reasonable procedures to maintain the confidentiality of that information.

34. Whether audit documentation is in paper, electronic, or other media, the integrity, accessibility, and retrievability of the underlying data may be compromised if the documentation could be altered, added to, or deleted without the auditor's knowledge, or could be permanently lost or damaged. Accordingly, the auditor should apply appropriate and reasonable controls for audit documentation to:

- a. Clearly determine when and by whom audit documentation was created, changed, or reviewed;
- b. Protect the integrity of the information at all stages of the audit, especially when the information is shared within the audit team or transmitted to other parties via electronic means;
- c. Prevent unauthorized changes to the documentation; and
- d. Allow access to the documentation by the audit team and other authorized parties as necessary to properly discharge their responsibilities.

#### EFFECTIVE DATE

35. This Statement is effective for audits of financial statements for periods ending on or after December 15, 2006. Earlier application is permitted.

#### APPENDIX A

#### AUDIT DOCUMENTATION REQUIREMENTS IN OTHER STATEMENTS ON AUDITING STANDARDS

A1. Documentation requirements are included in other Statements on Auditing Standards (SASs). This Statement does not change the requirement in:

- a. Paragraph 5 of SAS No. 1, *Codification of Auditing Standards and Procedures*, "Establishing an Understanding With the Client," as amended, to document the understanding with the client.
- b. Paragraph 5(d) of SAS No. 12, *Inquiry of a Client's Lawyer Concerning Litigation, Claims, and Assessments*, to document in either the audit inquiry letter or a separate letter to the client's lawyer, that the client has assured the auditor that it has disclosed all unasserted claims that the lawyer has advised the client are probable of assertion and must be disclosed in accordance with paragraph 100.

(continued on page 100)

<sup>7</sup> Also see rule 301, *Confidential Client Information*.

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cordance with Financial Accounting Standards Board Statement of Financial Accounting Standards No. 5, *Accounting for Contingencies*. Also, this SAS does not change the requirement in paragraph 10 of SAS No. 12 to document the conclusions reached as a result of responses obtained in a conference relating to matters covered by the audit inquiry letter.

c. Paragraph 5 of SAS No. 22, *Planning and Supervision*, as amended, to prepare a written audit program (or set of written audit programs) for every audit.

d. Paragraph 40 of SAS No. 47, *Audit Risk and Materiality in Conducting an Audit*, as amended, to document the nature and effect of aggregated misstatements and the auditor's conclusion as to whether the aggregated misstatements cause the financial statements to be materially misstated.

e. Paragraph 2 of SAS No. 51, *Reporting on Financial Statements Prepared for Use in Other Countries*, to obtain written representations from management regarding the purpose and uses of financial statements prepared in conformity with the accounting principles of another country.

f. Paragraph 17 of SAS No. 54, *Illegal Acts by Clients*, to document oral communications to the audit committee or others with equivalent authority and responsibility regarding illegal acts that come to the auditor's attention.

g. Paragraph 61 of SAS No. 55, *Consideration of Internal Control in a Financial Statement Audit*, as amended, to document the understanding of the entity's internal control components obtained to plan the audit. Also, this SAS does not change the requirement in paragraph 83 of SAS No. 55 for the auditor to document his or her conclusions about the assessed level of control risk.

h. Paragraph 22 of SAS No. 56, *Analytical Procedures*, as amended, to document (1) the expectation, where that expectation is not otherwise readily determinable from the documentation of the work performed, and factors considered in its development; (2) the results of the comparison of the expectation to the recorded amounts or ratios developed from recorded amounts; and (3) any additional auditing procedures performed in response to significant unexpected differences arising from the analytical procedure and the results of such additional procedures.

i. Paragraph 71 of SAS No. 58, *Reports on Audited Financial Statements*, as amended, for the predecessor auditor to obtain representation letters from management of the former client and from the successor auditor before reissuing (or consenting to the reissue of) a report previously issued on the financial statements of a prior period.

j. Paragraph 17 of SAS No. 59, *The Auditor's Consideration of an Entity's Ability to Continue as a Going Concern*, as amended, to document (1) the conditions or events that led him or her to believe that there is substantial doubt about the entity's ability to continue as a going concern; (2) the work performed in connection with the auditor's evaluation of management plans; (3) the auditor's conclusion as to whether there is substantial doubt about the entity's ability to continue as a going concern for a reasonable period of time; (4) the auditor's conclusion as to whether the entity remains or is alleged to remain; and (5) the consideration and

effect of that conclusion on the financial statements, disclosures, and the audit report.

k. Paragraph 9 of SAS No. 60, *Communication of Internal Control Related Matters Noted in an Audit*, as amended, to document oral communications with the audit committee or others with equivalent authority and responsibility of conditions noted by the auditor that are considered reportable or that are the result of agreement with the client.

l. Paragraph 3 of SAS No. 61, *Communication With Audit Committees*, as amended, to document any oral communications with the audit committee, made pursuant to the SAS, regarding the scope and results of the audit.

m. Paragraph 29 of SAS No. 67, *The Confirmation Process*, to document oral confirmations. Also, when the auditor has not requested confirmations in the examination of accounts receivable, this SAS does not change the requirement in paragraph 35 of SAS No. 67 to document how the auditor overcame this presumption.

n. Paragraph 23 of SAS No. 74, *Compliance Auditing Considerations in Audits of Governmental Entities and Recipients of Governmental Financial Assistance*, as amended, to document the oral communications to management and the audit committee or others with equivalent authority and responsibility when the auditor becomes aware during an audit in accordance with generally accepted auditing standards that the entity is subject to an audit requirement that may not be encompassed in the terms of the engagement.

o. SAS No. 85, *Management Representations*, as amended, to obtain written representations from management.

p. SAS No. 99, *Consideration of Fraud in a Financial Statement Audit*, to document (1) the discussion among engagement personnel in planning the audit regarding the susceptibility of the entity's financial statements to material misstatement due to fraud, including how and when the discussion occurred, the audit team members who participated, and the subject matter discussed; (2) the procedures performed to obtain information necessary to identify and assess the risks of material misstatement due to fraud; (3) specific risks of material misstatement due to fraud that were identified, and a description of the auditor's response to those risks; (4) if the auditor has not identified in a particular circumstance improper revenue recognition as a risk of material misstatement due to fraud, the reasons supporting the auditor's conclusion; (5) the results of the procedures performed to further address the risk of management override of controls; (6) other conditions and analytical relationships that caused the auditor to believe that additional auditing procedures or other responses were required and any further responses the auditor concluded were appropriate, to address such risks or other conditions; and (7) the nature of the communications about fraud made to management, the audit committee, and others.

q. SAS No. 100, *Interim Financial Information*, to prepare documentation in connection with a review of interim financial information, the form and content of which should be designed to meet the circumstances of the particular engagement.

## APPENDIX B

### AMENDMENT TO STATEMENT ON AUDITING STANDARDS NO. 1, CODIFICATION OF AUDITING STANDARDS AND PROCEDURES, "DATING OF THE INDEPENDENT AUDITOR'S REPORT"

B1. This amendment changes the date of the auditor's report from the date of completion of field work to require that the auditor's report be dated no earlier than the date on which the auditor has obtained sufficient appropriate audit evidence to support the opinion on the financial statements. New language is shown in boldface italics; deleted language is shown by strikethrough.

*(01) The auditor's report should not be dated earlier than the date on which the auditor has obtained sufficient appropriate audit evidence to support the opinion. Generally, the date of completion of the field work should be used as the date of the independent auditor's report. Paragraph .05 describes the procedure to be followed when a subsequent event occurring after the date of the auditor's report completion of the field work is disclosed in the financial statements.*

*1. Among other things, sufficient appropriate audit evidence includes evidence that the audit documentation has been reviewed and that the entity's financial statements, including disclosures, have been prepared and that management has asserted that they have taken responsibility for them.*

.05 The independent auditor has two methods available for dating the report when a subsequent event disclosed in the financial statements occurs after the original date of the auditor's report completion of field work but before the issuance of the related financial statements. The auditor may use "dual dating," for example, "February 16, 20\_\_, except for Note \_\_, as to which the date is March 1, 20\_\_," or may date the report as of the later date. In the former instance, the responsibility for events occurring subsequent to the original report date completion of field work is limited to the specific event referred to in the note (or otherwise disclosed). In the latter instance, the independent auditor's responsibility for subsequent events extends to the date of the report and, accordingly, the procedures outlined in section 560.12 generally should be extended to that date.

*This Statement titled Audit Documentation was unanimously adopted by the assenting votes of 19 members of the board.*

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Note: Statements on Auditing Standards are issued by the Auditing Standards Board, the senior technical body of the Institute designated to issue pronouncements on auditing matters. Rule 202, Compliance With Standards, of the Institute's Code of Professional Conduct requires compliance with these standards in an audit of a nonissuer.

#### SSAE NO. 13

### Defining Professional Requirements in Statements on Standards for Attestation Engagements

(AICPA, Professional Standards, vol. 1, AT sec. 20.)

#### INTRODUCTION

1. This Statement on Standards for Attestation Engagements (SSAE) sets forth the meaning of certain terms used in SSAEs issued by the Auditing Standards Board in describing the professional requirements imposed on practitioners.

#### PROFESSIONAL REQUIREMENTS

2. SSAEs contain professional requirements together with related guidance in the form of explanatory material. Practitioners have a responsibility to consider the entire text of an SSAE in carrying out their work on an engagement and in understanding and applying the professional requirements of the relevant SSAEs.

3. Not every paragraph of an SSAE carries a professional requirement that the practitioner is expected to fulfill. Rather, the professional requirements are communicated by the language and the meaning of the words used in the SSAEs.

4. SSAEs use two categories of professional requirements, identified by specific terms, to describe the degree of responsibility they impose on practitioners, as follows:

- *Unconditional requirements.* The practitioner is required to comply with an unconditional requirement in all cases in which the circumstances exist to which the unconditional requirement applies. SSAEs use the words *must* or *is required* to indicate an unconditional requirement.

- *Presumptively mandatory requirements.* The practitioner is also required to comply with a presumptively mandatory requirement in all cases in which the circumstances exist to which the presumptively mandatory requirement applies, however, in rare circumstances, the practitioner may depart from a presumptively mandatory requirement provided the practitioner documents his or her justification for the departure and how the alternative procedures performed in the circumstances were sufficient to achieve the objectives of the presumptively mandatory re-

quirement. SSAEs use the word *should* to indicate a presumptively mandatory requirement.

If an SSAE provides that a procedure or action is one that the practitioner "should consider," the consideration of the procedure or action is presumptively required, whereas carrying out the procedure or action is not. The professional requirements of an SSAE are to be understood and applied in the context of the explanatory material that provides guidance for their application.

#### EXPLANATORY MATERIAL

5. Explanatory material is defined as the text within an SSAE (excluding any related appendixes or interpretations<sup>1</sup>) that may:

- Provide further explanation and guidance on the professional requirements; or
- Identify and describe other procedures or actions relating to the activities of the practitioner.

6. Explanatory material that provides further explanation and guidance on the professional requirements is intended to be descriptive rather than imperative. That is, it explains the objective of the professional requirements (where not otherwise self-

evident); it explains why the practitioner might consider or employ particular procedures, depending on the circumstances; and it provides additional information for the practitioner to consider in exercising professional judgment in performing the engagement.

7. Explanatory material that identifies and describes other procedures or actions relating to the activities of the practitioner is not intended to impose a professional requirement for the practitioner to perform the suggested procedures or actions. Rather, these procedures or actions require the practitioner's attention and understanding, how and whether the practitioner carries out such procedures or actions in the engagement depends on the exercise of professional judgment in the circumstances consistent with the objective of the standard. The words *may*, *might*, and *could* are used to describe these actions and procedures.

#### APPLICATION

8. The provisions of this Statement are effective upon issuance.<sup>2</sup>

<sup>2</sup> The specific terms used to define professional requirements in this attestation standard are not intended to apply to any interpretive publications issued under the authority of the ASB. For example, interpretations of the SSAEs, or appendixes to the SSAEs, since interpretive publications are not attestation standards. (See footnote 1.) It is the ASB's intention to make conforming changes to the interpretive publications over the next several years to remove any language that would imply a professional requirement where none exists. It is the ASB's intention that such language would only be used in the standards sections of the SSAEs.

This Statement titled *Defining Professional Requirements in Statements on Standards for Attestation Engagements* was unanimously adopted by the assenting votes of 19 members of the board.

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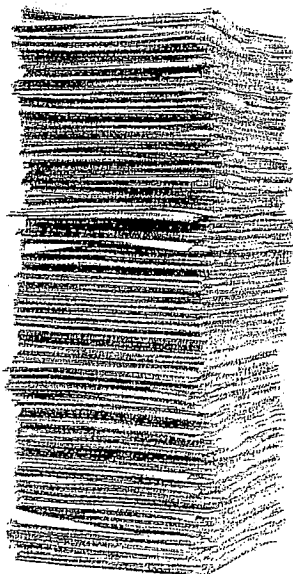
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*Note: Statements on Standards for Attestation Engagements are issued by the Auditing Standards Board, one of the senior technical body of the Institute designated to issue pronouncements on auditing matters. Rule 202, Compliance With Standards, of the Institute's Code of Professional Conduct requires compliance with these standards. ❖*

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